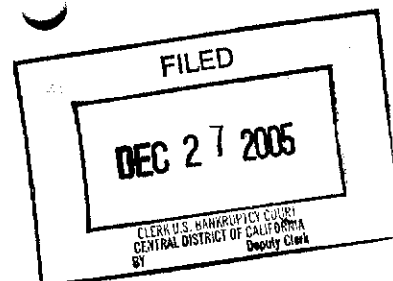


Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number  
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Attorneys for Reorganized Debtor

FOR COURT USE ONLY



**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA**

In re:  
COTTURA, INC.

CASE NO.: LA 03-25680-AA

Debtor(s).

**NOTICE OF SALE OF ESTATE PROPERTY**

**Sale Date:** January 18, 2006

**Time:** 9:30 a.m.

**Location:** Edward Roybal Building, 255 East Temple Street, Courtroom 1375, Los Angeles, CA 90012

Type of Sale: ☒ Public ☐ Private Last date to file objections: January 4, 2006

Description of Property to be Sold: See Attachment to this Notice of Sale of Estate Property

Terms and Conditions of Sale: Initial bid \$26,000.00, overbids in increments of \$1,000.00 thereafter. Deposit of \$12,500.00 must be made prior to the hearing.

Proposed Sale Price: \$25,000.00

Overbid Procedure (If Any): Initial bid \$26,000.00, overbids in increments of \$1,000.00 thereafter.

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing: Same as above.

Contact Person for Potential Bidders (include name, address, telephone, fax and/or e-mail address):

Daniel A. Lev, Esq.

SulmeyerKupetz, A Professional Corporation

333 S. Hope Street, Suite 3500

Los Angeles, California 90071

(213) 626-2311

Date: December 23, 2005

## ATTACHMENT TO NOTICE OF SALE OF ESTATE PROPERTY

Description of Property to be Sold: The estate's right, title and interest in and to certain remaining personal property assets of Cottura, Inc., a California corporation ("Cottura", the "Debtor" or the "Reorganized Debtor") as more particularly described in that certain Asset Purchase Agreement, attached as Exhibit "A" to the Reorganized Debtor's motion filed with the Bankruptcy Court on December 23, 2005. In sum, the Reorganized Debtor is selling the following assets (the "Required Assets"):

The term "Required Assets" means, collectively, the Reorganized Debtor's right, title and interest in and to the following assets:

- (a) all copyrights, trade secrets, trade names, domain names, trademarks, service marks, know-how, and confidential and proprietary information used by the Debtor wherever located, and all registrations and applications therefore wherever located, including, without limitation, the marks "Cottura" (collectively, the "Intellectual Property");
- (b) all rights to the name "Cottura" and all variants thereof, and all rights in related names and marks;
- (c) all of the goodwill of the Debtor in its business or otherwise associated with its trademarks or service marks;
- (d) all software and computer programs (including, without limitation, any software and computer programs under development), and source codes, object codes, systems documentation and user manuals, internet and worldwide websites, links and URLs used in connection with the business, including, without limitation, proprietary information and trade secrets, the URLs and domain names used by or registered to the Debtor (including Cottura.com), all content and software code associated with the foregoing websites, all e-mail addresses referred to therein, and all toll free (e.g., 800) phone numbers used in connection with the Business (collectively, the "Technology");
- (e) all lists of customers and prospects (including, as appropriate, names, addresses, dates and other information customarily maintained by the Debtor and all contact information that has been developed from visits to the websites included in the Technology), job cards, engagement letters, and all other lists, files and marketing and promotion materials and telephone numbers used in the business;
- (f) all finished goods inventory (the "Finished Goods"), wherever located, excluding, however, any ceramic "Cottura" signs in the possession of Michael Ruvo and James Zimmerman;

- (g) all equipment, tools, machinery, furniture, furnishings, other tangible personal property, leasehold improvements, and fixtures owned by the Debtor, used or held for use in the operation of the Debtor's business (the "FFE"), wherever located, excluding, however, any facsimile machines in the possession of James Zimmerman;
- (h) all published and unpublished databases used in the Debtor's business, and all software and other media embodying such databases wherever located (the "Databases");
- (i) all telephone systems and computer hardware used in connection with the Debtor's business, wherever located, excluding, however, any computer hardware in the possession of Michael Ruvo and James Zimmerman;
- (j) to the extent they can be transferred or assigned, all right, title and interest in, to and under any licenses, franchises and permits relating to the operation of the Debtor's business;
- (k) all interests in covenants of confidentiality and noncompetition, if any, and benefits arising therefrom to the extent related to the Required Assets and transferable to the Buyer; and
- (l) all other assets, properties, and rights of every kind relating to the Required Assets in which the Reorganized Debtor has an interest on the Closing Date, known or unknown, fixed or unfixed, accrued, absolute, contingent or otherwise, wherever located, whether or not specifically referred to in the Asset Purchase Agreement.

Method of Sale: Offer subject to overbid.

Sale Description: Date of Sale: January 18, 2006, 9:30 a.m.

Place: 255 East Temple Street, Courtroom "1375", Los Angeles, CA 90012

Offer Received: \$25,000

The sale will be on an "as is" and "where is" basis without any representations and/or warranties whatsoever subject to Bankruptcy Court approval. Each party (except the proposed buyer) who wishes to participate in the overbid process must be pre-qualified by submitting evidence of his, her or its ability to close the sale to counsel for the Reorganized Debtor no later than 48 hours prior to the hearing. The bidding shall begin at \$26,000, with overbids being made in minimal increments of \$1,000. A cashier's check in the amount of \$12,500 (representing 50% of the initial bid) made payable to "Cottura, Inc., Reorganized Debtor" also must be presented to counsel for the Reorganized Debtor prior to the time of the hearing.

Contact Name: Daniel A. Lev, Esq.

Contact Number: (213) 626-2311

Case Name: In re Cottura, Inc.

Case Number: LA 03-25680-AA